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December 29, 2023

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**VIA EMAIL – [tspeer@foxrothschild.com](mailto:tspeer@foxrothschild.com)**

R. Taylor Speer  
Fox Rothschild  
2 W. Washington Street  
Suite 1100  
Greenville, SC 29601

**Re: Bitmain Technologies Georgia Limited's Offer to Sell Machines to Blockquarry Corp.**

Dear Mr. Speer:

Pursuant to Bitmain Technologies Georgia Limited ("Bitmain Georgia") and Blockquarry Corp.'s ("Blockquarry") agreement, on December 28, 2023, Bitmain Georgia personnel visited Blockquarry's site located at 29590 Highway U, Crocker, Missouri, 65452 (the "Site") to inspect the 4,513 Bitcoin mining machines (the "Machines") that were the subject of Bitmain Georgia and Blockquarry's Service Framework Agreement, dated September 1, 2022.

Bitmain Georgia could only inspect 12 of the 16 containers holding its Machines because 4 of the containers were locked and unable to be opened by Blockquarry personnel. From the containers that Bitmain Georgia was able to inspect, its inspection revealed missing and damaged machines:

- Bitmain Georgia calculated a total of 3,021 Machines, leaving 1,492 Machines missing or locked in the 4 containers;
- Bitmain Georgia identified water leakage in the containers, which may have caused water damage to Machines that were off-racked and placed on the floor of the containers;
- Bitmain Georgia identified Machines that had rusted fans and, upon disassembling three Machines for a more thorough inspection, Bitmain Georgia identified internal rust, including rust on the hashrate board.

Bitmain Georgia is willing to sell the Machines to Blockquarry for the price of \$7/T with a one month warranty.

If Blockquarry refuses this offer, Bitmain Georgia demands that the Machines be returned immediately on the following terms:

- Blockquarry will, under the supervision of Bitmain Georgia personnel and according to instructions provided by Bitmain Georgia, promptly off-rack, dust, scan the serial number code of the Machines with a barcode scanner (with records to be provided immediately to Bitmain



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Georgia), package the Machines, and load the Machines onto Bitmain Georgia's designated logistics provider's vehicles. The parties shall agree on dates in the next 10 days to complete this process. Bitmain Georgia will pay Blockquarry \$20 per unit.

- Bitmain Georgia will send containers to the Site for storage during the removal process.
- Bitmain Georgia will not pay for any of the transportation costs from South Carolina to Missouri. As discussed in our December 15, 2023 letter, Bitmain Georgia did not consent to its Machines being transported from South Carolina to Missouri and requested that Blockquarry allow Bitmain Georgia to retrieve the Machines from the South Carolina facility.

Please let us know whether Blockquarry accepts Bitmain Georgia's offer to sell the Machines or Bitmain Georgia's terms for returning the Machines.

Bitmain Georgia reserves all of its rights and remedies, including the right to bring a claim for the missing and damaged machines or other losses, including the thousands of dollars of losses continuing to accrue each day Bitmain Georgia's Machines are not in operation. Nothing herein shall constitute a waiver of any of Bitmain's rights or remedies.

Sincerely,

TUCKER ELLIS LLP

A handwritten signature in blue ink, appearing to read "Nicholas B. Clifford, Jr.", written over the typed name.

Nicholas Clifford, Jr.

Cc: William Pao  
Marc Feinstein  
Kate Stutz  
Kaitie Farrell